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SURFACE TRANSPORTATION BOARD



Mitsui Rail Capital, LLC  
71 South Wacker Drive  
Suite 1800  
Chicago, Illinois 60606

Main (312) 803-8880  
Fax (312) 803-8890

July 12, 2011

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Partial Termination of Lease dated June 30, 2011 between the following parties:

Lessor: Mitsui Rail Capital, LLC  
71 S. Wacker Drive, Suite 1800  
Chicago, IL 60606

Lessee: Kansas City Southern de Mexico, S.A. de C.V.  
427 West 12<sup>th</sup> Street  
Kansas City, MO 64105

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 23044.

A description of the railroad equipment covered by the enclosed document is:

113 boxcars within the series AOK 19000 - AOK 19297 as more specifically set forth in the exhibit attached to the document.

This filing is to appear in the index as follows: Memorandum of Partial Termination of Lease.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

*/s/ Christine Peterson*

Christine Peterson  
Contract Administrator/Paralegal

Enclosure

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MEMORANDUM OF PARTIAL TERMINATION OF LEASE SURFACE TRANSPORTATION BOARD

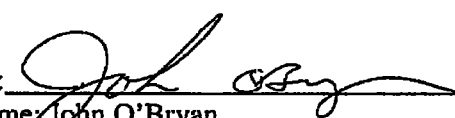
**Memorandum of Partial Termination of Lease** dated as of June 30, 2011 by Mitsui Rail Capital, LLC, formerly known as MRC Rail Services, LLC, a Delaware limited liability company, as successor in interest to Greenbrier Leasing Corporation ("*Lessor*").

WITNESSETH:

1. Lessor and Kansas City Southern de Mexico, S.A. de C.V., formerly known as TFM, S.A. de C.V., a Mexican corporation (the "*Lessee*") are parties to that certain Lease Agreement (the "*Lease Agreement*"), dated January 11, 2000, and Rider No. 1 thereto dated as of January 11, 2000 (the "*Rider*"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Rider. (The Rider, incorporating the terms of the Lease Agreement, is herein referred to as the "*Lease*.")
2. Notice of the Lease has been put of record by the filing of a Memorandum of Lease Agreement dated as of January 11, 2000 with the Surface Transportation Board on August 14, 2000 under Recordation Number 23044.
3. The railcars listed on Exhibit 1 attached hereto have been terminated and are no longer covered under the Lease.
4. The remaining railcars under the Lease are not terminated and continue to be subject to the Notice of Lease referenced above.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

**mitsui rail capital, llc**

By:   
 Name: John O'Bryan  
 Title: President

STATE OF ILLINOIS

COUNTY OF COOK

On this 12<sup>th</sup> day of July, 2011, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.

  
 NOTARY PUBLIC

My commission expires: 7/7/12



**EXHIBIT 1**  
**CAR MARKS AND NUMBERS**

<u>Count</u>	<u>Mark</u>	<u>Number</u>	<u>Count</u>	<u>Mark</u>	<u>Number</u>	<u>Count</u>	<u>Mark</u>	<u>Number</u>
1	AOK	19000	39	AOK	19068	77	AOK	19172
2	AOK	19001	40	AOK	19069	78	AOK	19173
3	AOK	19004	41	AOK	19071	79	AOK	19174
4	AOK	19005	42	AOK	19074	80	AOK	19175
5	AOK	19006	43	AOK	19078	81	AOK	19179
6	AOK	19007	44	AOK	19080	82	AOK	19182
7	AOK	19008	45	AOK	19082	83	AOK	19185
8	AOK	19010	46	AOK	19084	84	AOK	19191
9	AOK	19011	47	AOK	19085	85	AOK	19194
10	AOK	19012	48	AOK	19090	86	AOK	19196
11	AOK	19015	49	AOK	19091	87	AOK	19199
12	AOK	19017	50	AOK	19092	88	AOK	19210
13	AOK	19018	51	AOK	19094	89	AOK	19213
14	AOK	19019	52	AOK	19095	90	AOK	19216
15	AOK	19021	53	AOK	19098	91	AOK	19220
16	AOK	19023	54	AOK	19099	92	AOK	19221
17	AOK	19026	55	AOK	19101	93	AOK	19227
18	AOK	19028	56	AOK	19104	94	AOK	19230
19	AOK	19031	57	AOK	19109	95	AOK	19235
20	AOK	19033	58	AOK	19112	96	AOK	19238
21	AOK	19037	59	AOK	19113	97	AOK	19242
22	AOK	19041	60	AOK	19115	98	AOK	19243
23	AOK	19042	61	AOK	19119	99	AOK	19247
24	AOK	19045	62	AOK	19125	100	AOK	19250
25	AOK	19046	63	AOK	19127	101	AOK	19253
26	AOK	19048	64	AOK	19131	102	AOK	19254
27	AOK	19050	65	AOK	19134	103	AOK	19256
28	AOK	19054	66	AOK	19135	104	AOK	19257
29	AOK	19055	67	AOK	19137	105	AOK	19265
30	AOK	19057	68	AOK	19142	106	AOK	19266
31	AOK	19058	69	AOK	19144	107	AOK	19267
32	AOK	19059	70	AOK	19150	108	AOK	19272
33	AOK	19060	71	AOK	19152	109	AOK	19286
34	AOK	19061	72	AOK	19161	110	AOK	19289
35	AOK	19062	73	AOK	19162	111	AOK	19293
36	AOK	19064	74	AOK	19164	112	AOK	19294
37	AOK	19065	75	AOK	19168	113	AOK	19297
38	AOK	19066	76	AOK	19170			